

**HELMERICH & PAYNE, INC.**  
Filed by  
**CAPITAL GROUP COMPANIES INC**

**FORM SC 13G/A**  
(Amended Statement of Ownership)

Filed 02/12/96

Address	1437 S. BOULDER AVE. SUITE 1400 TULSA, OK, 74119
Telephone	918-742-5531
CIK	0000046765
Symbol	HP
SIC Code	1381 - Drilling Oil and Gas Wells
Industry	Oil & Gas Drilling
Sector	Energy
Fiscal Year	09/30

# HELMERICH & PAYNE INC

## FORM SC 13G/A (Amended Statement of Ownership)

Filed 2/12/1996

Address	UTICA AT 21ST ST TULSA, Oklahoma 74114
Telephone	918-742-5531
CIK	0000046765
Industry	Oil Well Services & Equipment
Sector	Energy
Fiscal Year	09/30

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(AMENDMENT NO. 5)\*

Helmerich & Payne, Inc.

-----  
(Name of Issuer)

Common

-----  
(Title of Class of Securities)

423452101

-----  
(CUSIP Number)

Check the following box if a fee is being paid with this statement [ ]. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

-----  
 NAME OF REPORTING PERSON

**1 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON**

The Capital Group Companies, Inc.  
 86-0206507

**CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\***

2 (a)   
 (b)

-----  
 SEC USE ONLY

3  
 -----

**CITIZENSHIP OR PLACE OF ORGANIZATION**

4  
 Delaware

**SOLE VOTING POWER**

NUMBER OF	5	1,081,400
SHARES		-----
BENEFICIALLY	6	SHARED VOTING POWER
OWNED BY		NONE
EACH	7	SOLE DISPOSITIVE POWER
REPORTING		2,488,700
PERSON		-----
WITH	8	SHARED DISPOSITIVE POWER
		NONE

-----

**AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

9  
 2,488,700 Beneficial ownership disclaimed pursuant to Rule 13d-4

**CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\***

10

**PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

11  
 10.1%

**TYPE OF REPORTING PERSON\***

12  
 HC

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

**PAGE**

-----  
 NAME OF REPORTING PERSON  
 1 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
 Capital Guardian Trust Company  
 95-2553868  
 -----

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
 2 (a) [ ]  
 (b) [ ]  
 -----

SEC USE ONLY  
 3  
 -----

CITIZENSHIP OR PLACE OF ORGANIZATION  
 4 California  
 -----

		SOLE VOTING POWER
NUMBER OF	5	1,081,400

SHARES		SHARED VOTING POWER
BENEFICIALLY	6	NONE
OWNED BY		

EACH		SOLE DISPOSITIVE POWER
REPORTING	7	1,388,700

PERSON		SHARED DISPOSITIVE POWER
WITH	8	NONE

-----  
 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 9 1,388,700 Beneficial ownership disclaimed pursuant to Rule 13d-4  
 -----

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*  
 10  
 -----

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
 11 5.6%  
 -----

TYPE OF REPORTING PERSON\*  
 12 BK  
 -----

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

Schedule 13G

Under the Securities Exchange Act of 1934

Fee enclosed [ ] or Amendment No. 5

**Item 1(a) Name of Issuer:**

**Helmerich & Payne, Inc.**

**Item 1(b) Address of Issuer's Principal Executive Offices:**

Utica at 21st Street  
Tulsa, OK 74114

**Item 2(a) Name of Person(s) Filing:**

The Capital Group Companies, Inc. and Capital Guardian Trust Company

**Item 2(b) Address of Principal Business Office:**

333 South Hope Street  
Los Angeles, CA 90071

**Item 2(c) Citizenship: N/A**

**Item 2(d) Title of Class of Securities: Common**

**Item 2(e) CUSIP Number: 423452101**

**Item 3 The person(s) filing is(are):**

(b)  Bank as defined in Section 3(a)(6) of the Act.

(e)  Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940

(g)  Parent Holding Company in accordance with Section 240.13d-1(b)(1)(ii)(G).

**Item 4 Ownership**

(a) Amount Beneficially Owned:

See item 9, pg.2 and 3

(b) Percent Class: See item 11, pg.2 and 3

(c) Number of shares as to which such person has:

i) sole power to vote or to direct the vote See item 5, pg.2 and 3

ii) shared power to vote or to direct the vote None

iii) sole power to dispose or to direct the disposition of See item 7, pg.2 and 3

iv) shared power to dispose or to direct the disposition of None - beneficial ownership disclaimed pursuant to Rule 13d-4

**Item 5 Ownership of 5% or Less of a Class: N/A**

**Item 6 Ownership of More than 5% on Behalf of Another Person: N/A**

**Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company**

(1) Capital Research and Management Company is an Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940 and is a wholly owned subsidiary of The Capital Group Companies, Inc.

(2) Capital Guardian Trust Company is a Bank as defined in Section 3(a)(6) of the Act and a wholly owned subsidiary of The Capital Group Companies, Inc.

**Item 8 Identification and Classification of Members of the Group: N/A**

**Item 9 Notice of Dissolution of the Group: N/A**

**Item 10 Certification**

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

**Signature**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

*Date: February 9, 1996*

*Signature: /s/ Philip de Toledo*

*Name/Title: Philip de Toledo, Senior Vice President & PFO  
The Capital Group Companies, Inc.*

*Date: February 9, 1996*

*Signature: /s/ Marsha G. Robertson*

*Name/Title: Marsha G. Robertson, Vice President  
Capital Guardian Trust Company*

## **AGREEMENT**

Los Angeles, California  
February 9, 1996

Capital Guardian Trust Company ("CGTC") and The Capital Group Companies, Inc. ("CGC") hereby agree to file a joint statement on Schedule 13G under the Securities Exchange Act of 1934 (the "Act") in connection with their beneficial ownership of Common stock issued by Helmerich & Payne, Inc..



CGTC and CGC state that they are both entitled to individually use Schedule 13G pursuant to Rule 13d-1(c) of the Act.

Both CGTC and CGC are responsible for the timely filing of the statement and any amendments thereto, and for the completeness and accuracy of the information concerning each of them contained therein but neither is responsible for the completeness or accuracy of the information concerning the other.

**CAPITAL GUARDIAN TRUST COMPANY**

*BY: /s/ Marsha G. Robertson*

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Marsha G. Robertson  
Vice President

**THE CAPITAL GROUP COMPANIES, INC.**

*BY: /s/ Philip de Toledo*

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**Philip de Toledo**

Senior Vice President & PFO

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**End of Filing**

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